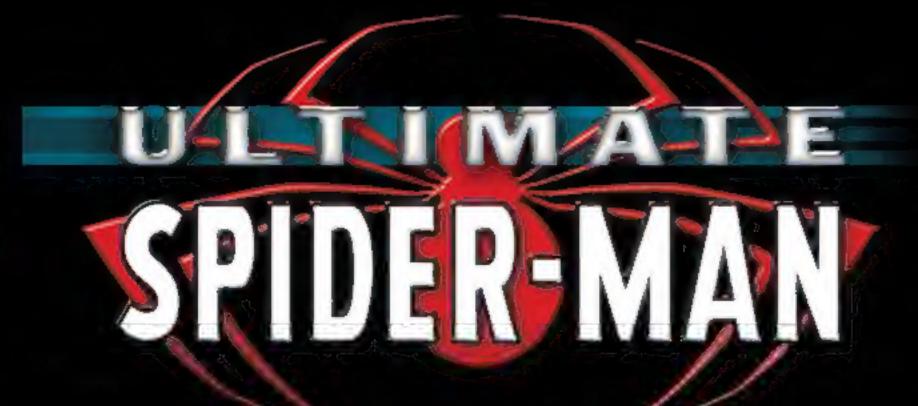


PREVIOUSIN





The bite of a genetically altered spider granted high school student Peter Parker incredible, arachnid-like powers! When a burglar killed his beloved Uncle Ben, a grief-stricken Peter vowed to use his amazing abilities to protect his fellow man. He learned the invaluable lesson that with great power must also come great responsibility...

Having recently broken up with his girlfriend Mary-Jane Watson, Peter Parker thought life couldn't get any worse. Little did he know that while his personal life crumbled around him, his life as Spider-Man would become more complicated and dangerous than ever before.

A new mob boss, a mutant known as Hammerhead, has made a move against Wilson "The Kingpin of Crime" Fisk's mob holdings—and pitted Spider-Man against a new costumed vigilante: Moon Knight. At the same time, Fisk—whom Spider-Man has long tried to put behind bars—provided Peter with concrete evidence linking Hammerhead to a recent murder.

Hammerhead's attempt to extort money from a Kingpin-owned restaurant in Chinatown brought Shang-Chi (the Master of Kung-Fu) and Danny Rand (the Iron Fist) into the mob struggle. As if that weren't enough, the Black Cat (a former jewel thief who has a personal interest in Spider-Man) arrives on the scene, tracking down Hammerhead.

But perhaps the most dangerous of all is the Kingpin's personal assistant...the woman known as — Elektra!

Writer Brian Michael Bendis Penciler Mark Bagley Inker Scott Hanna

Colorist J.D. Smith Letterer Chris Eliopoulos

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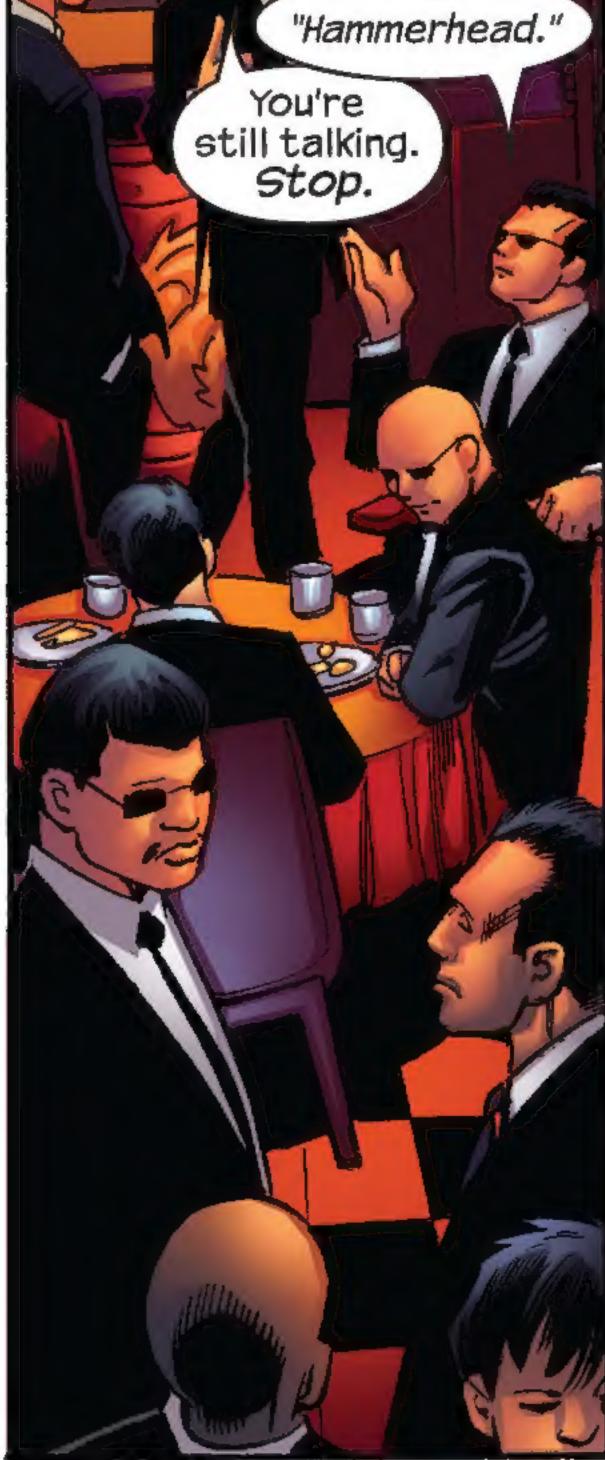




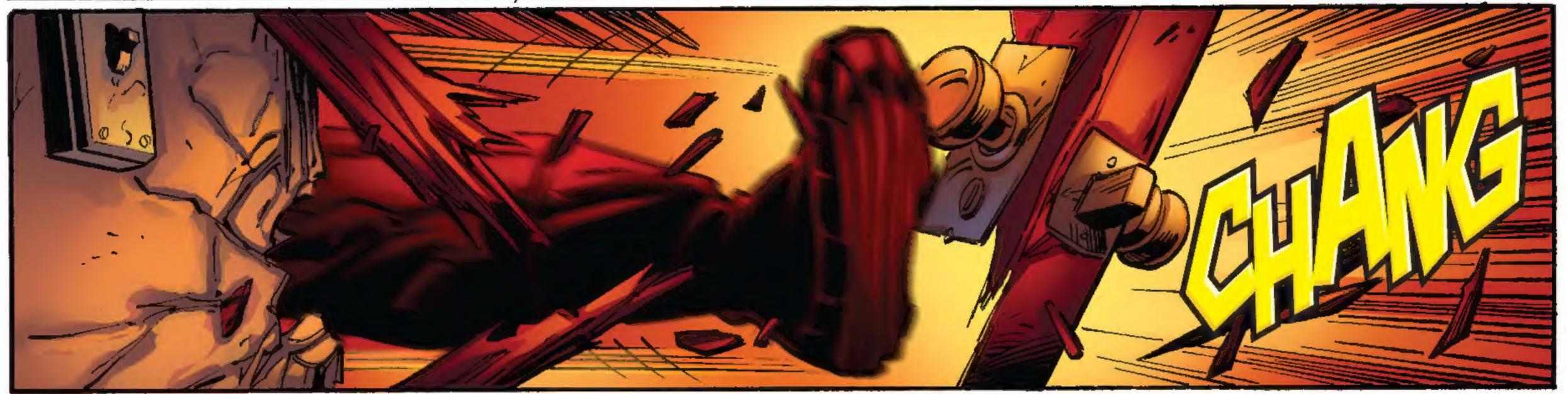










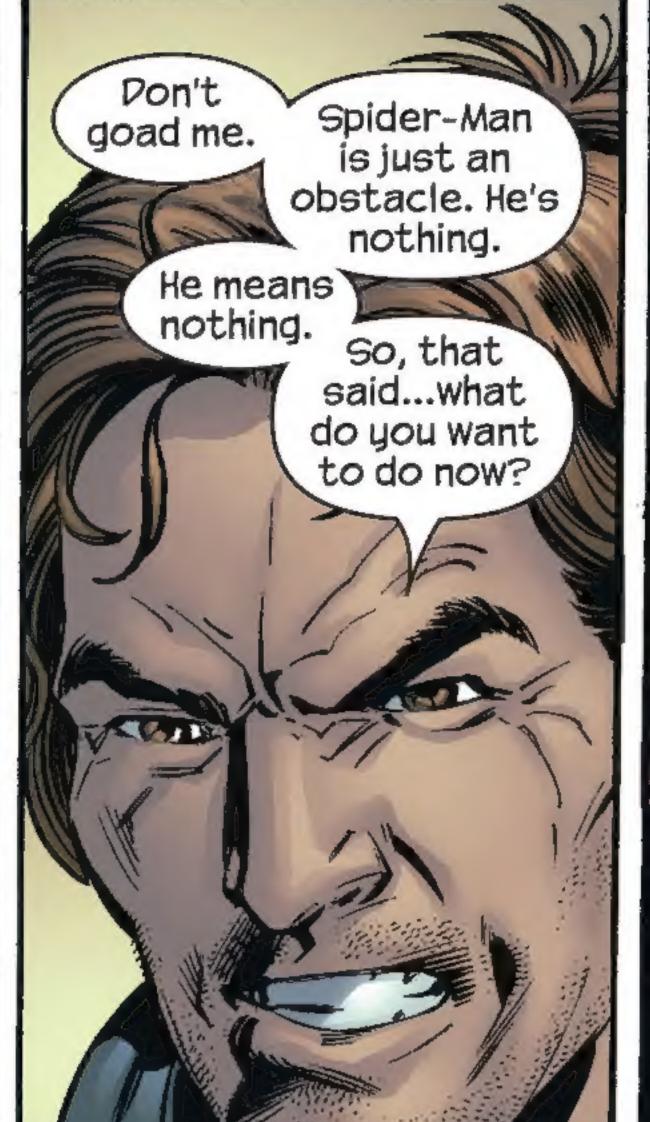












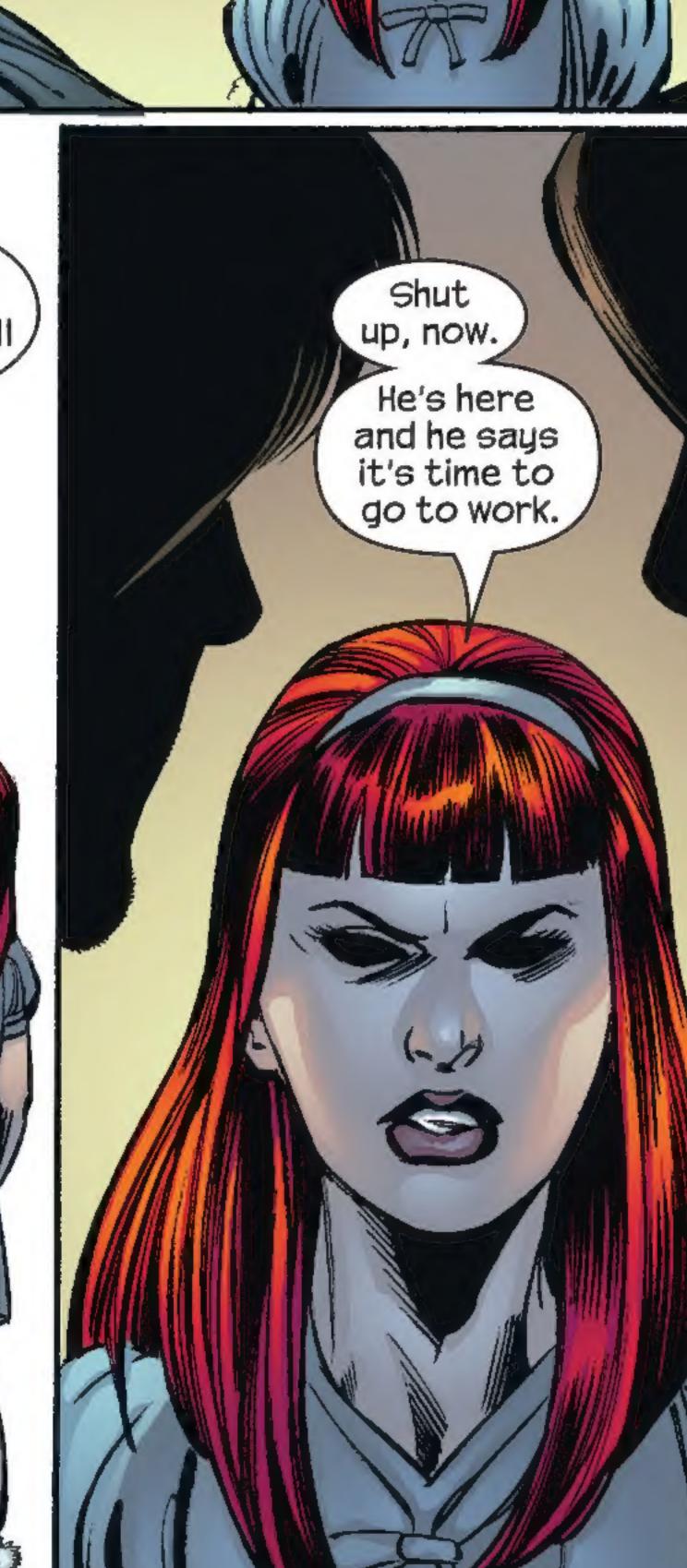






Hammerhead

Spider-Man.



Burns my

butt even

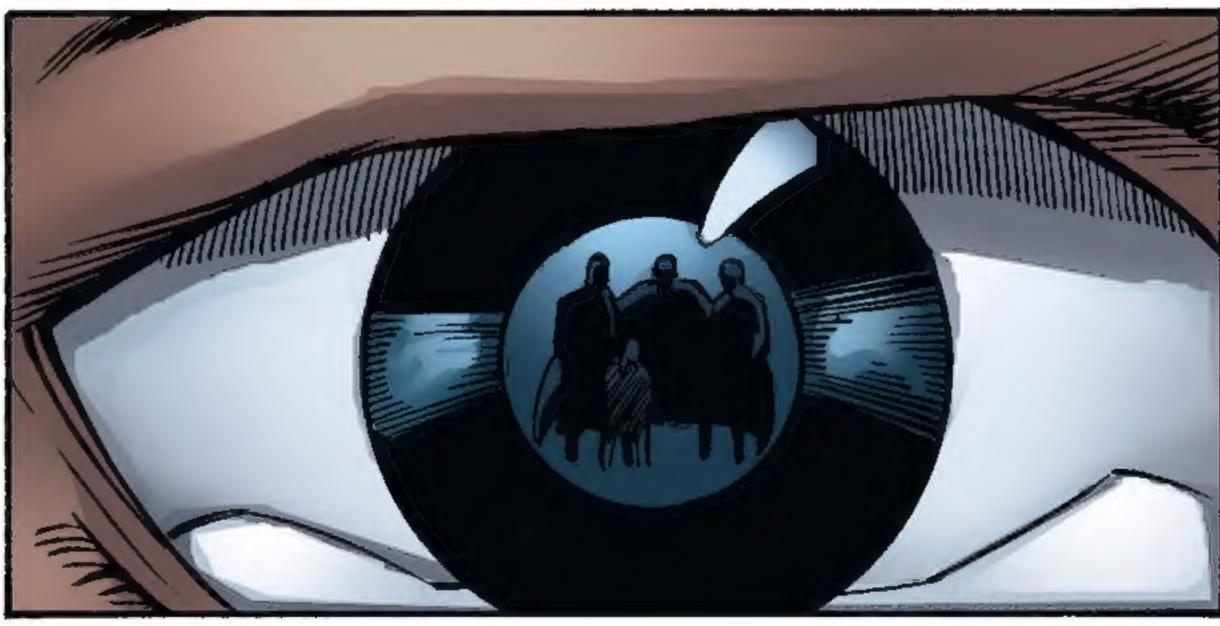


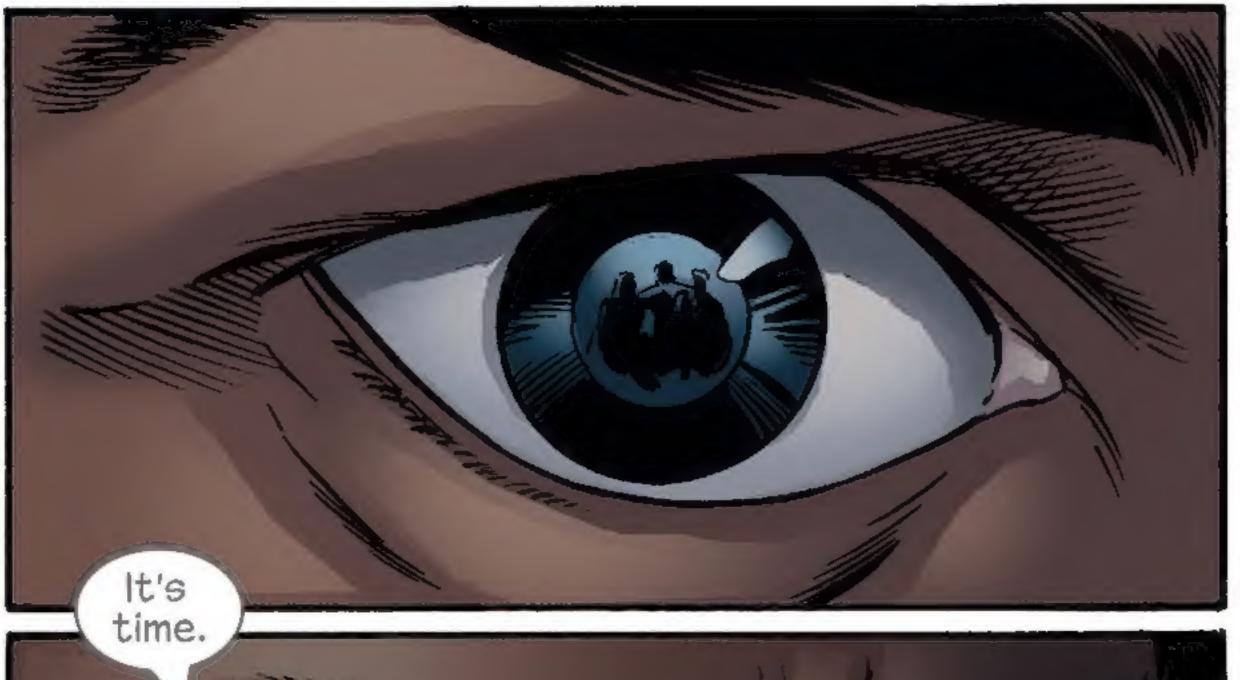




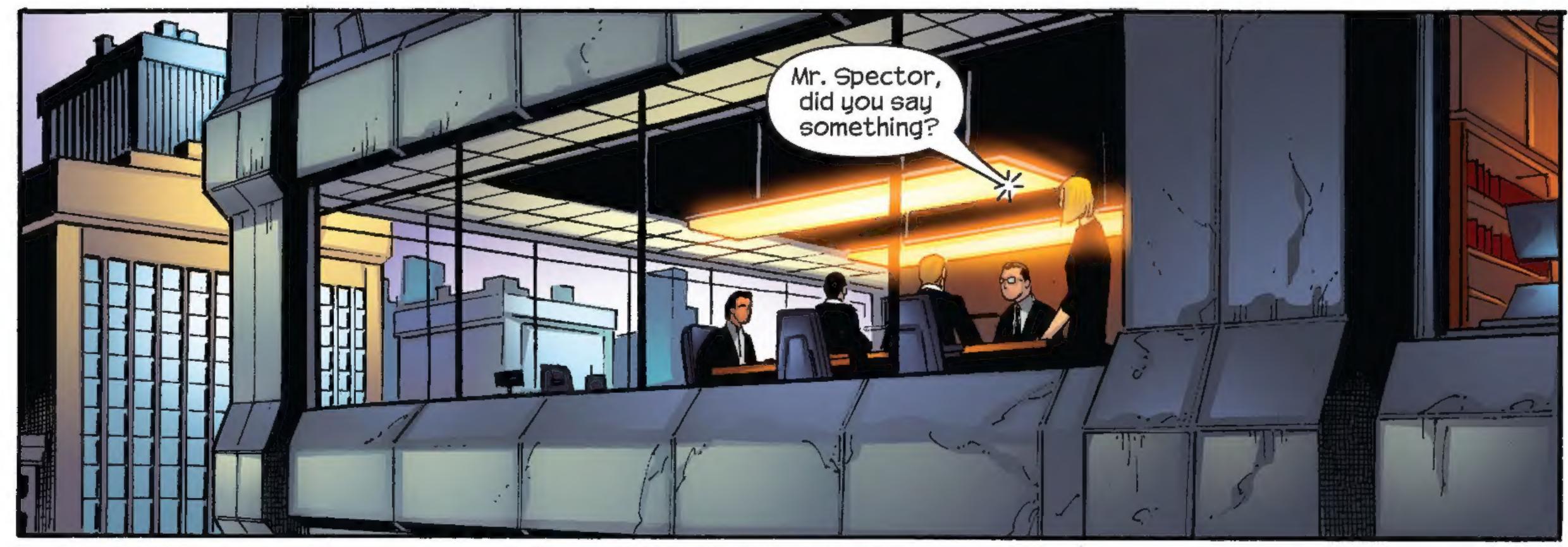






















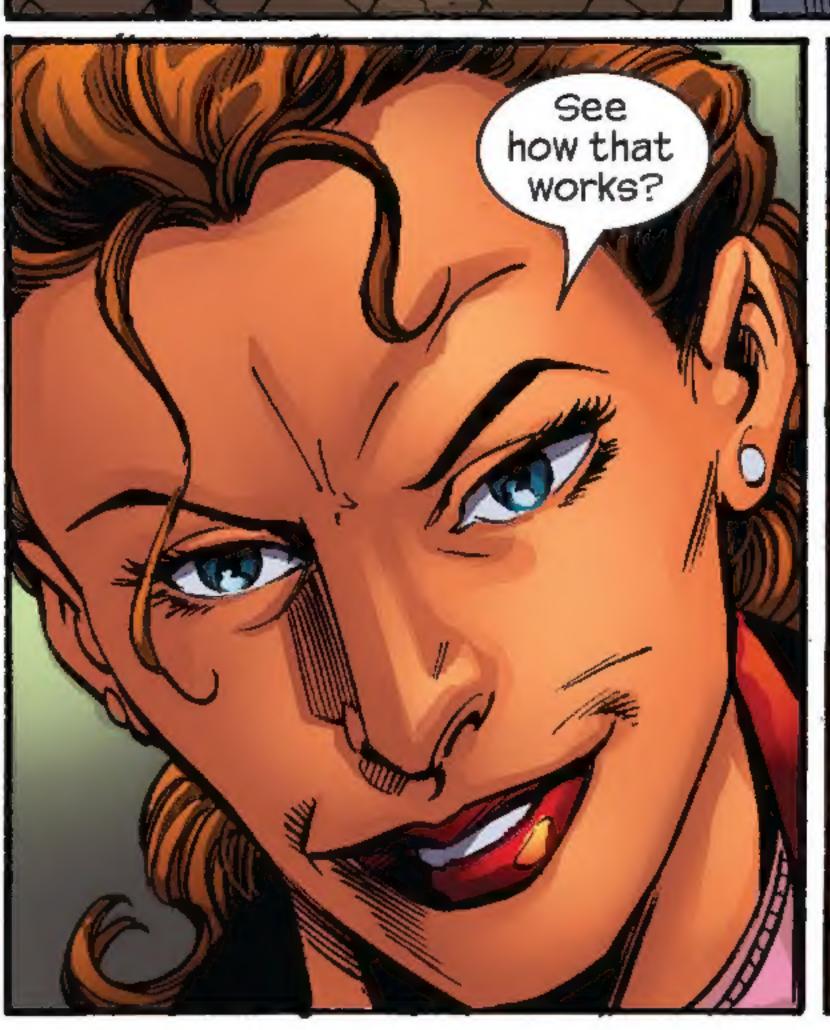


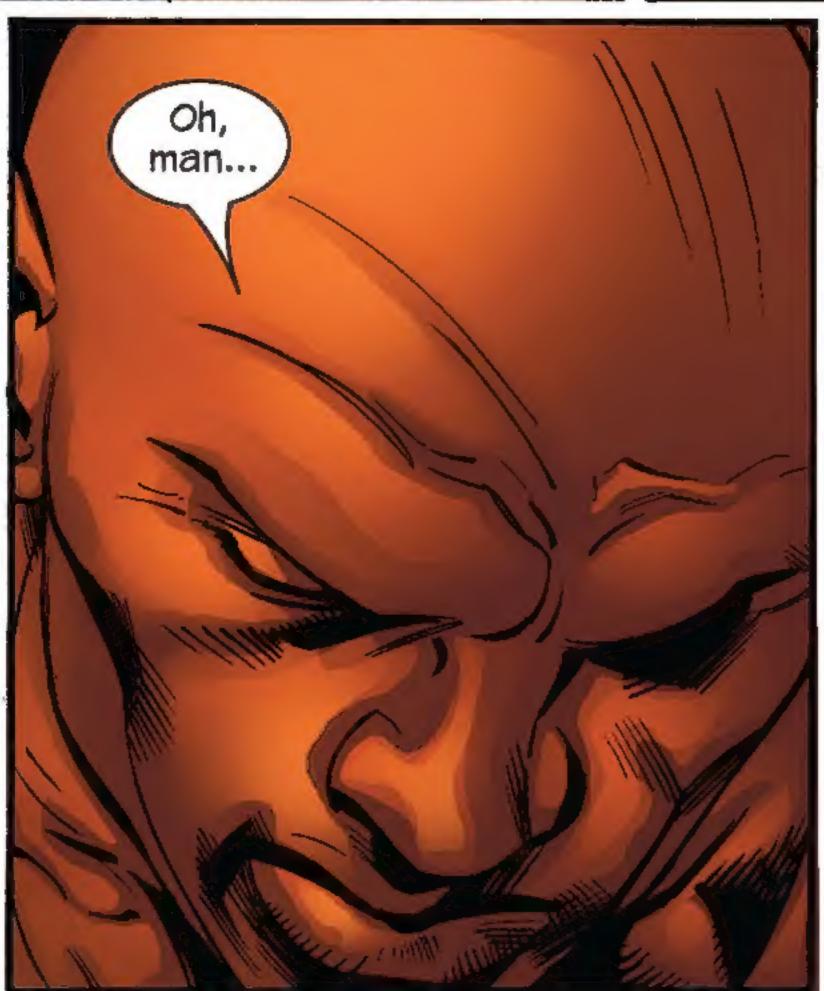


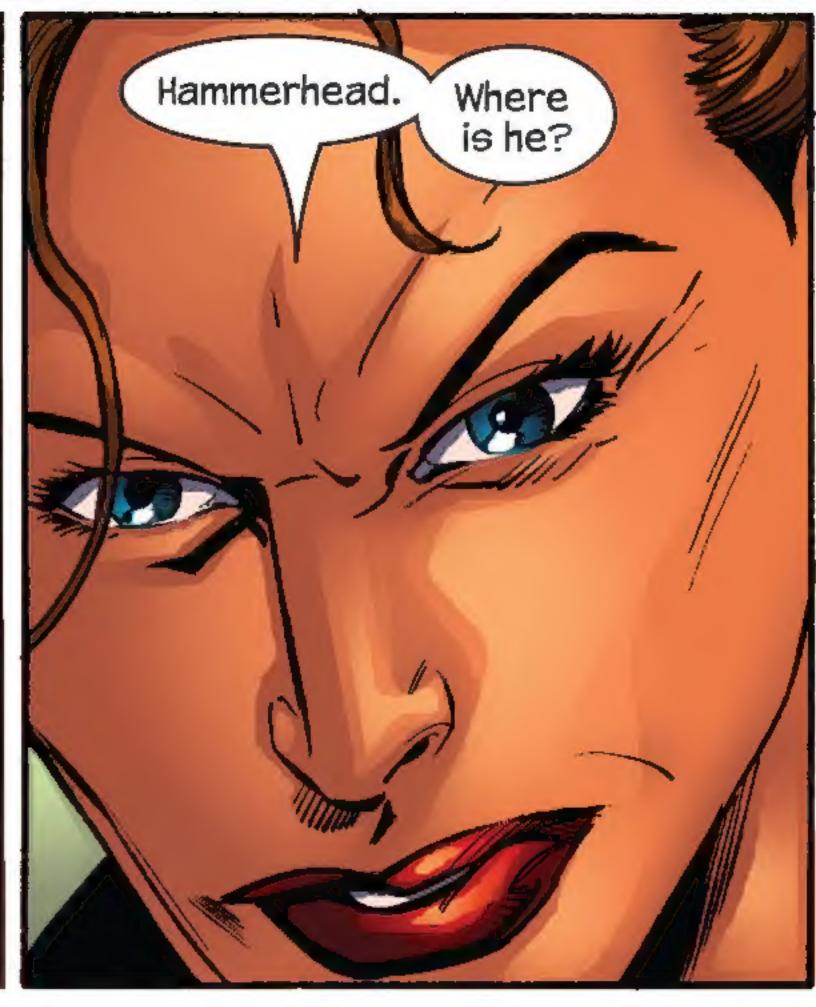




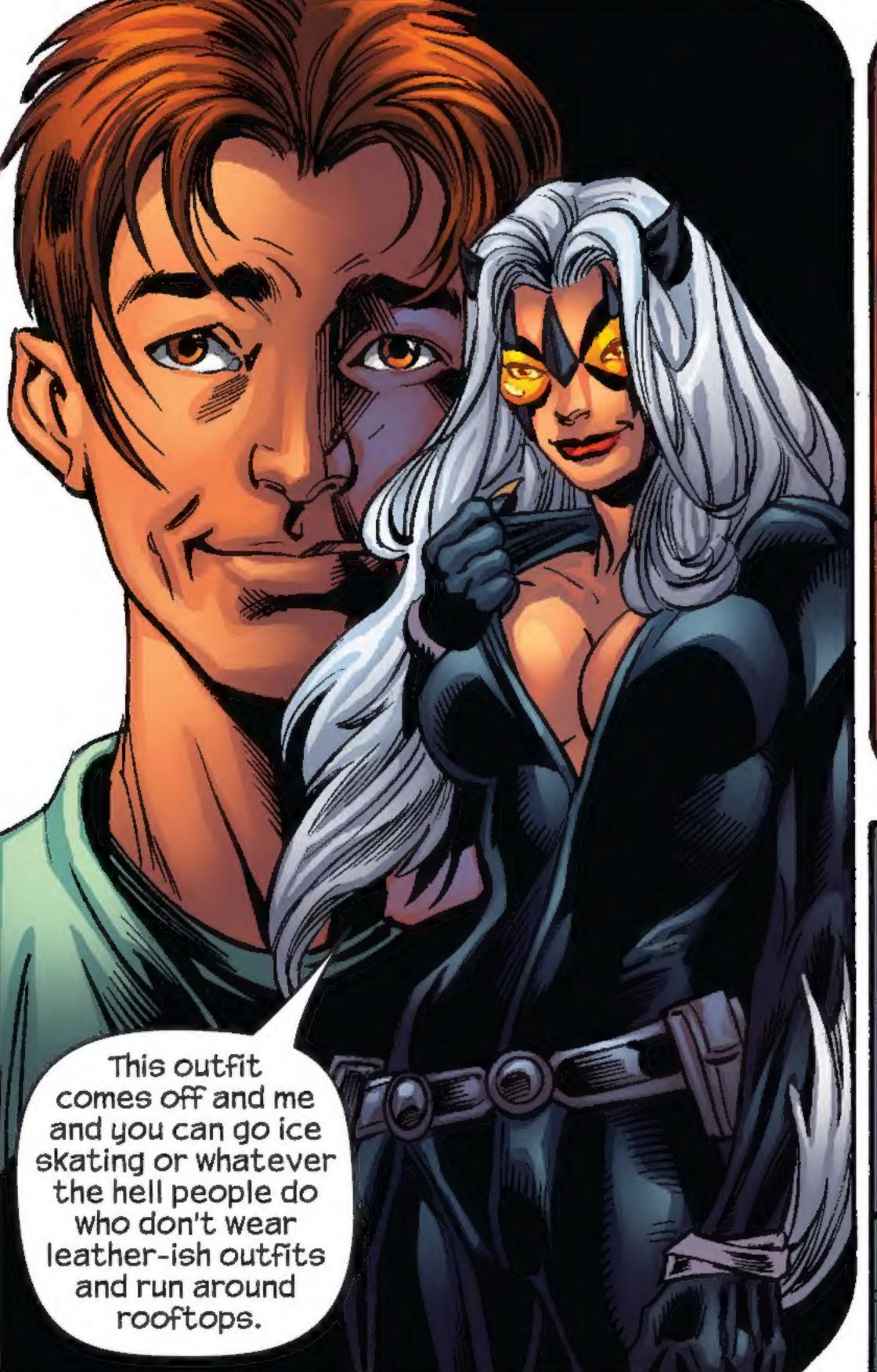




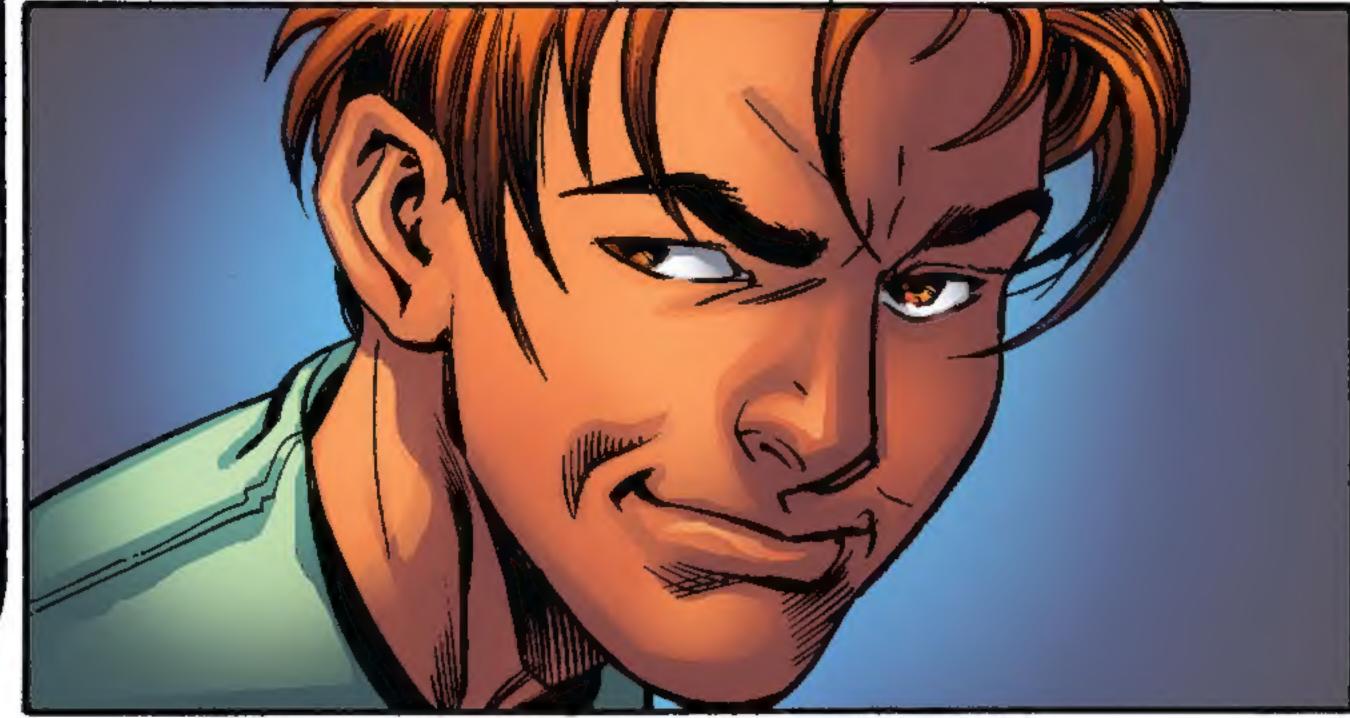




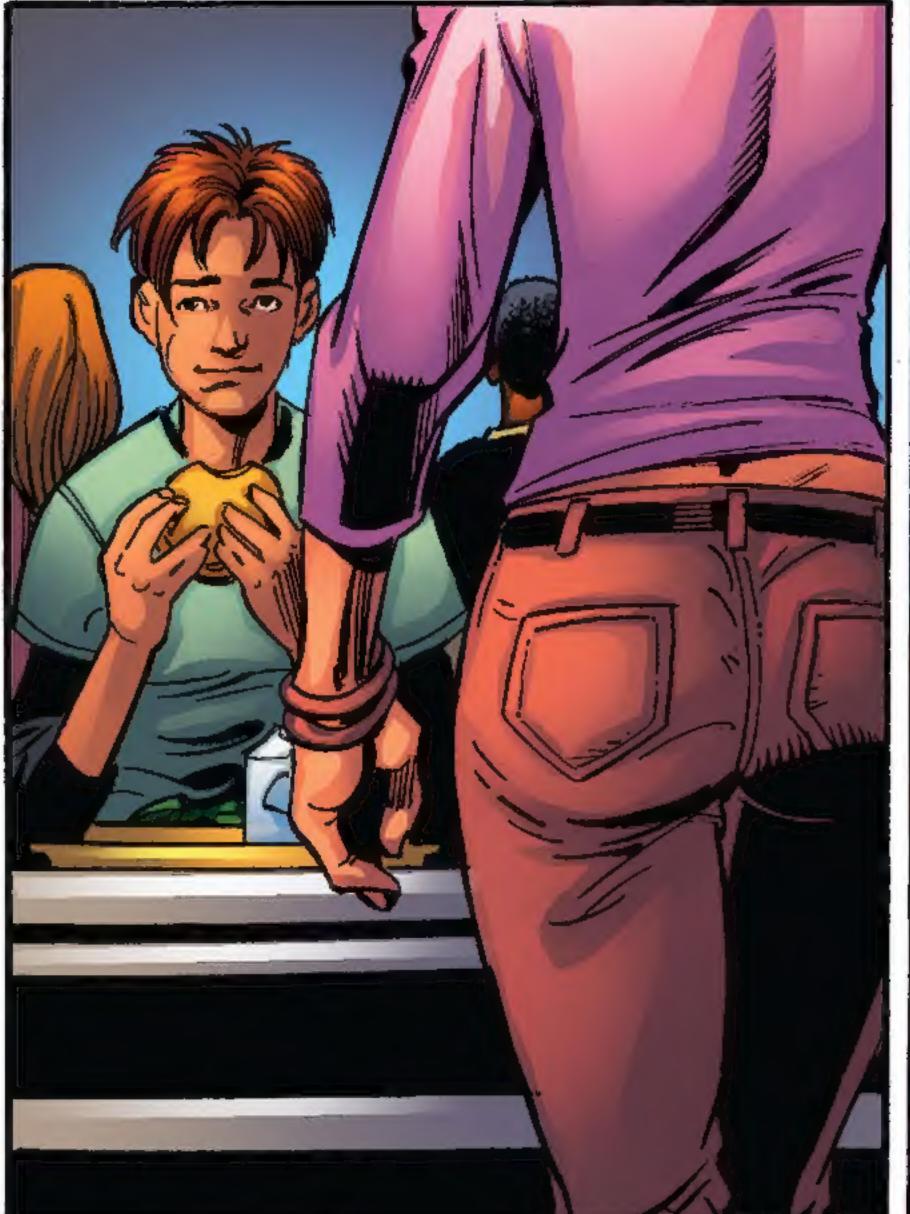


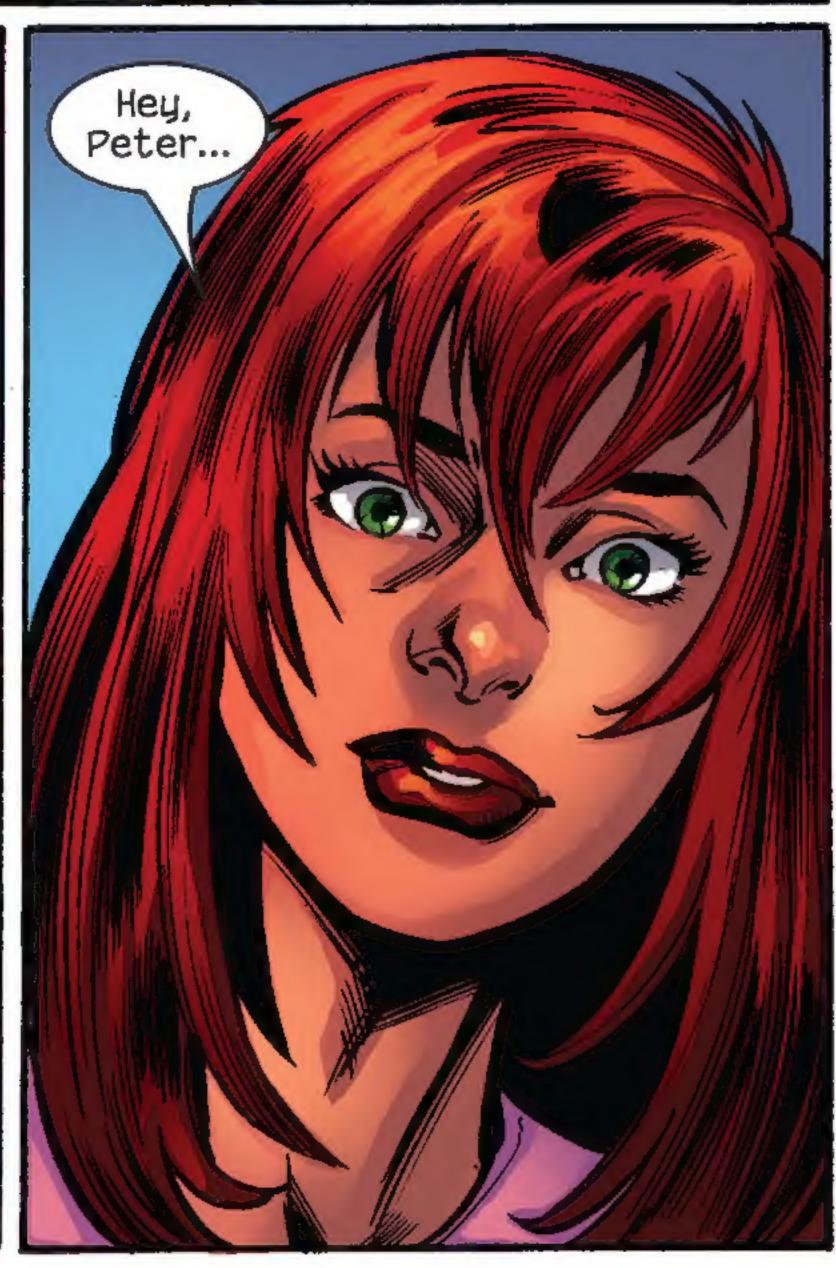


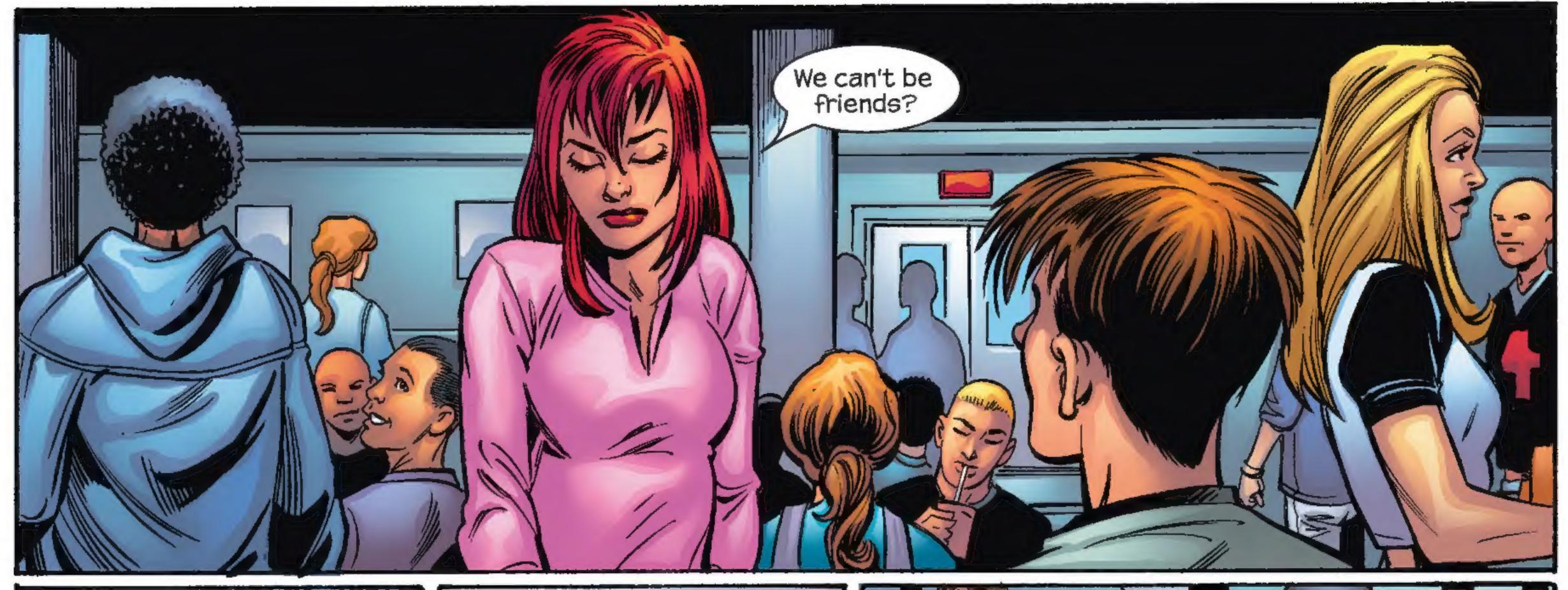


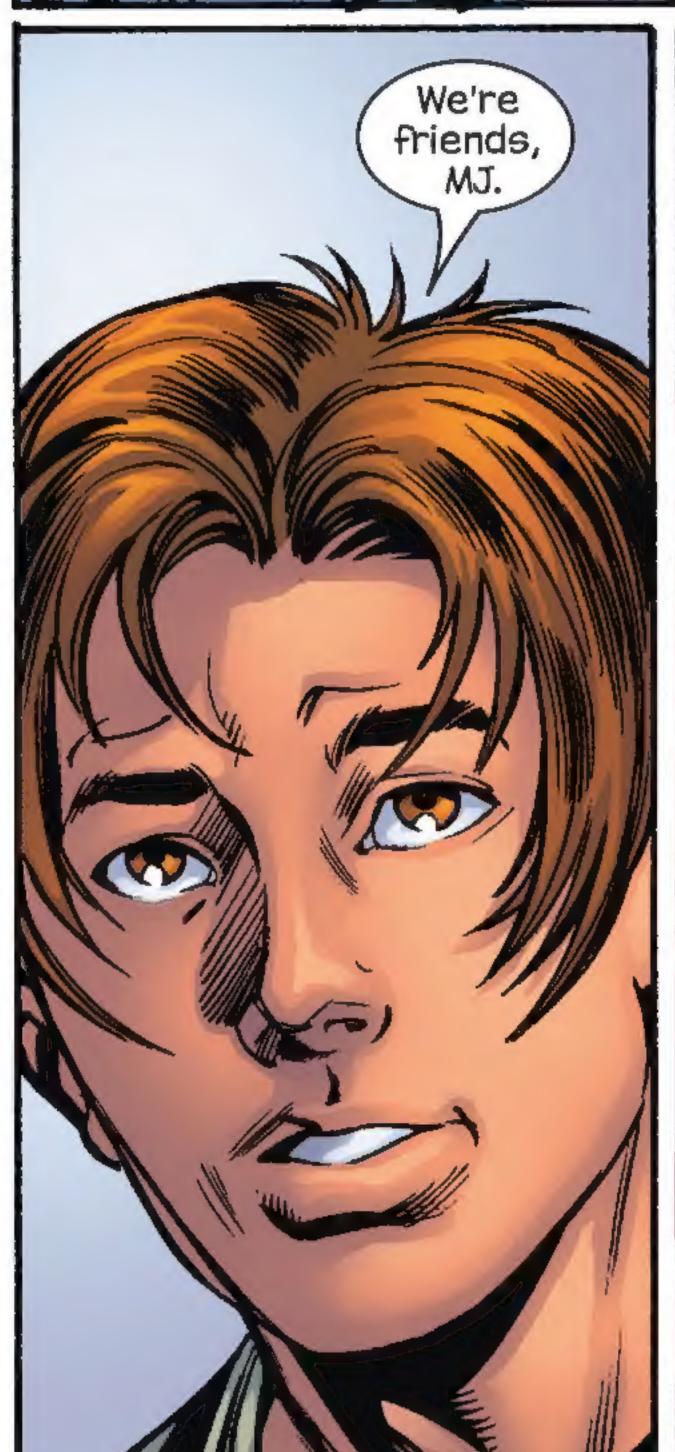


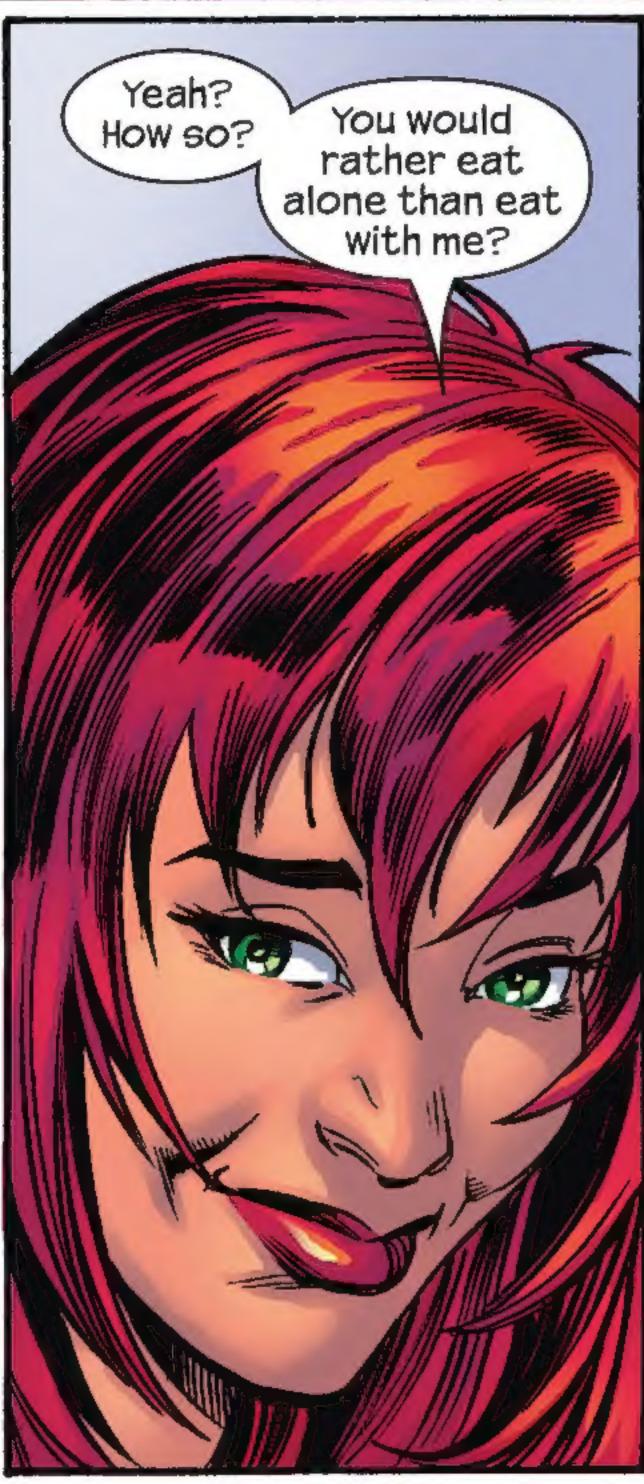


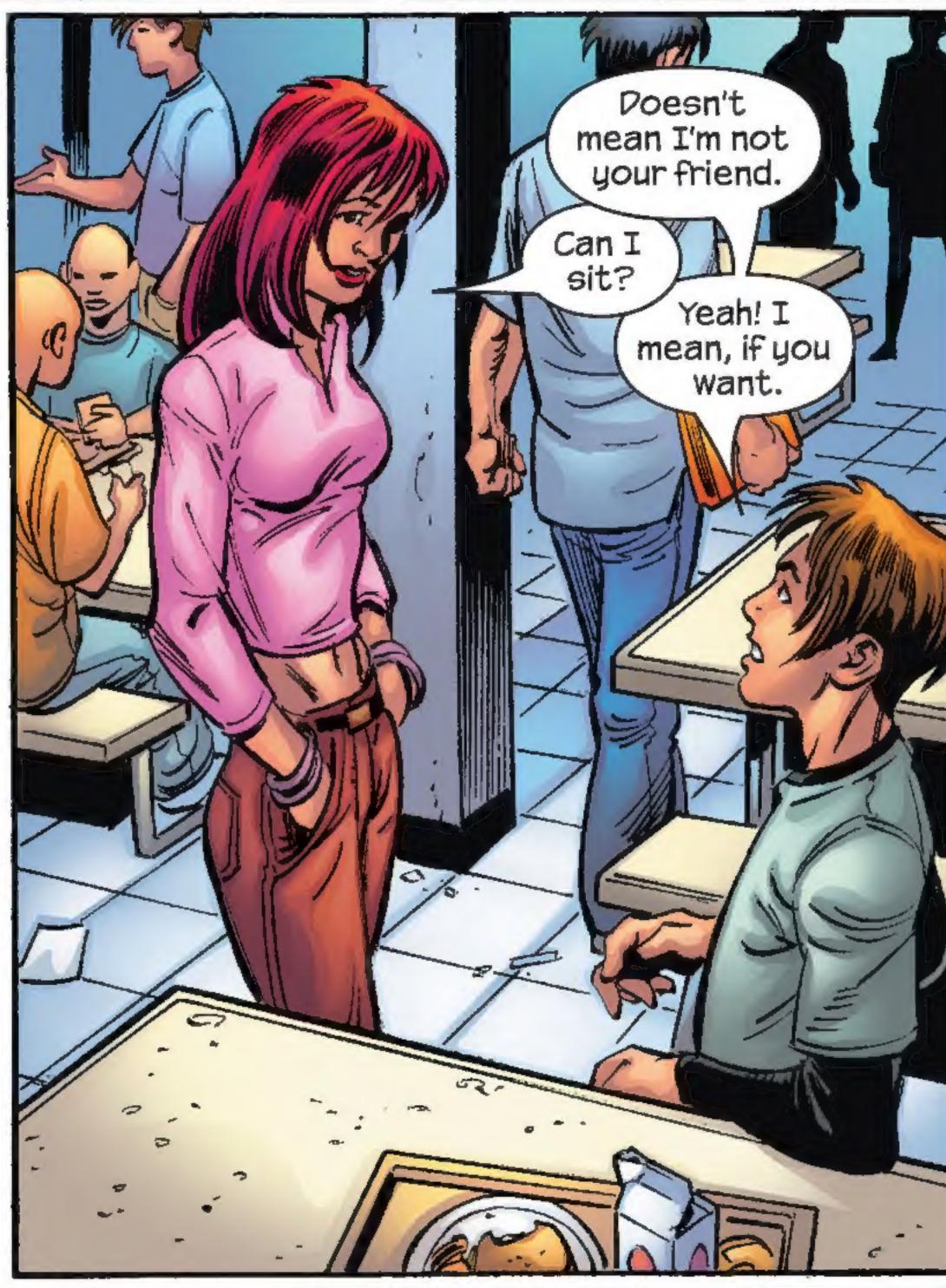






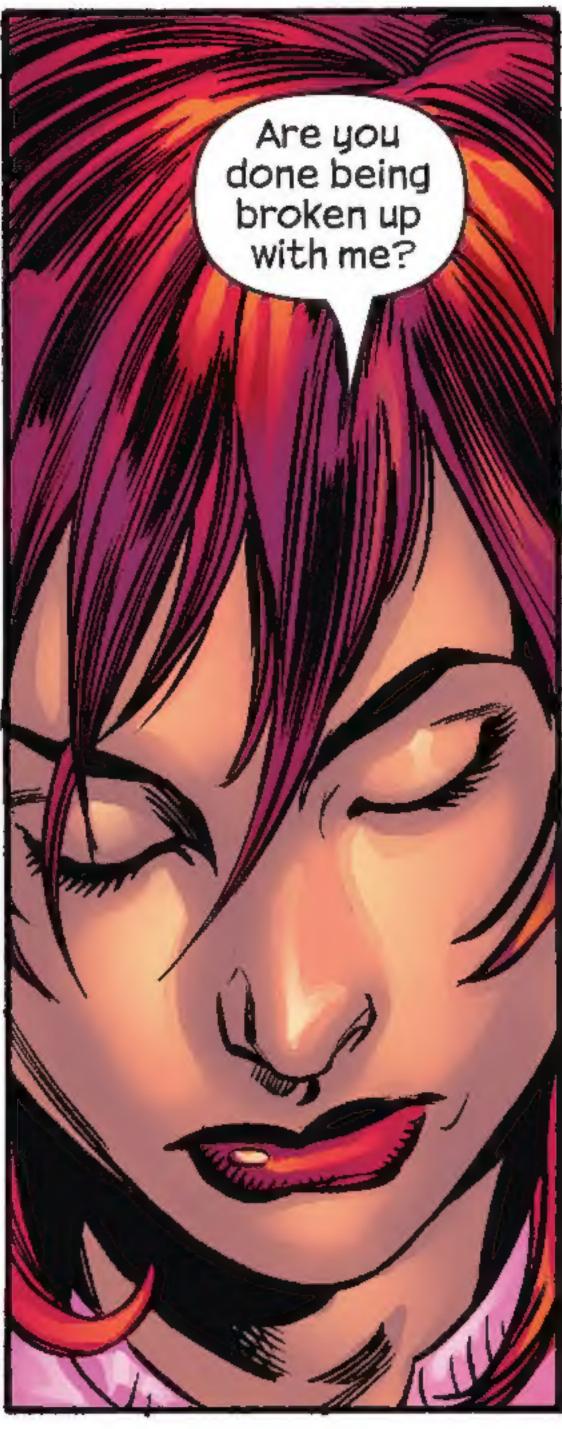


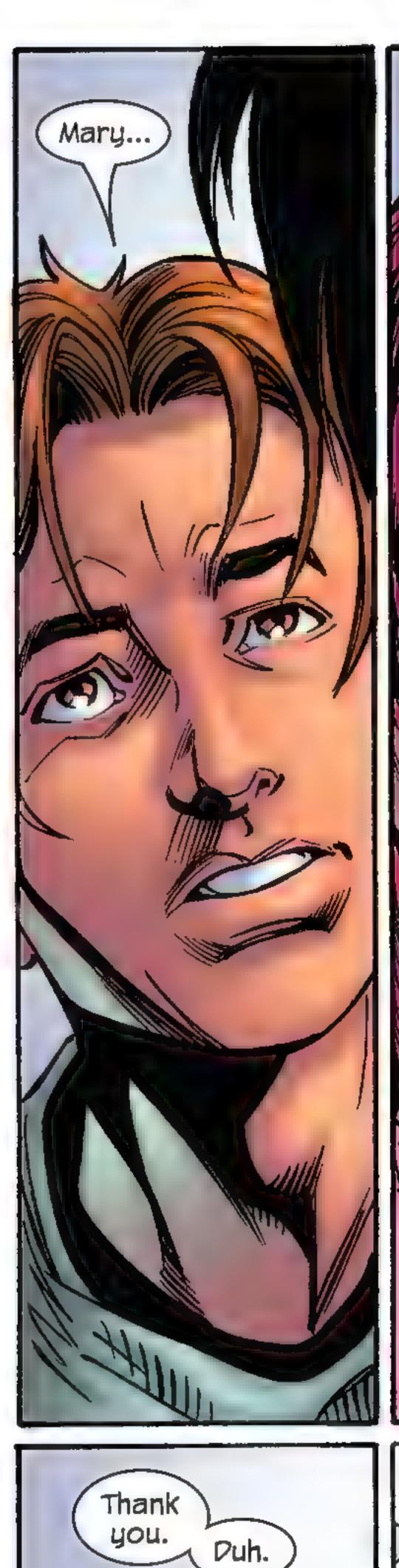






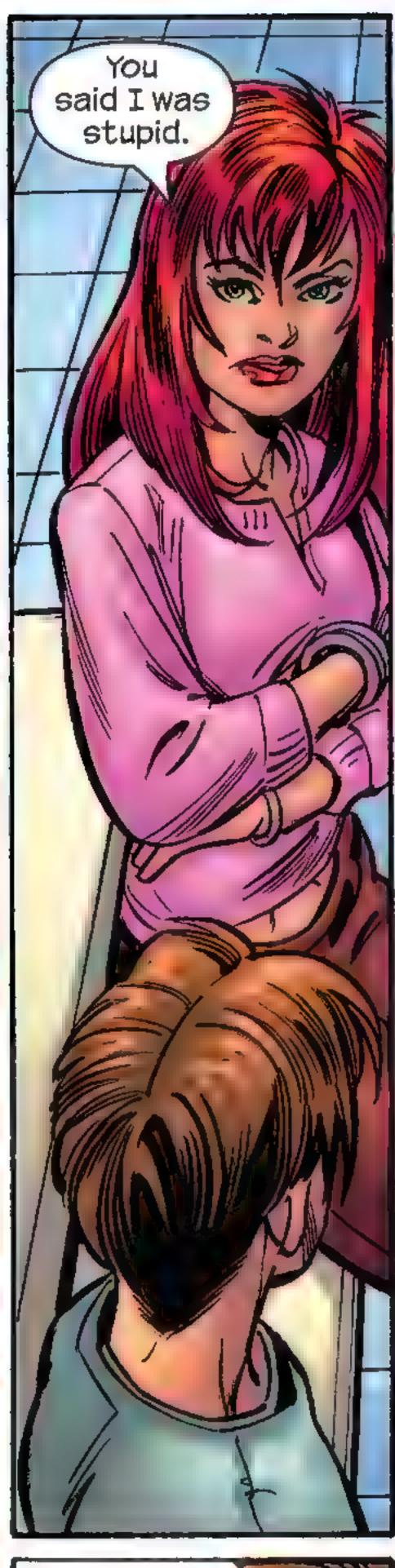




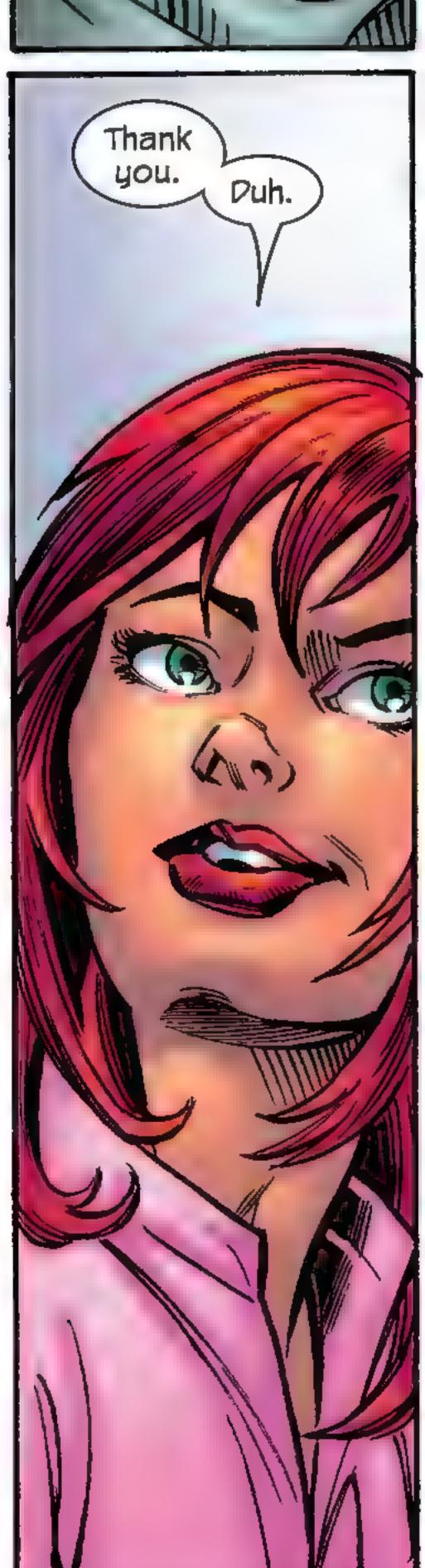








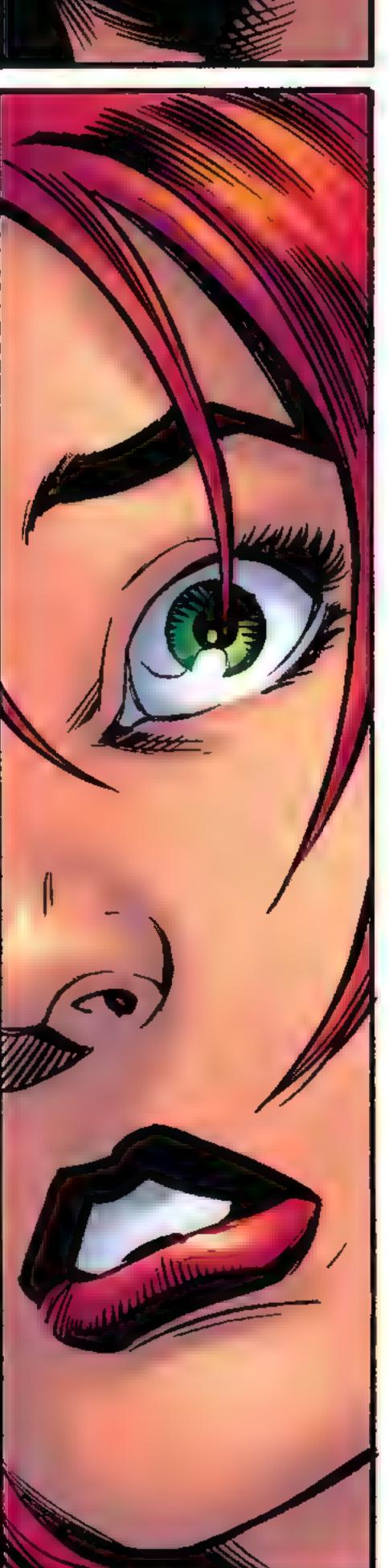


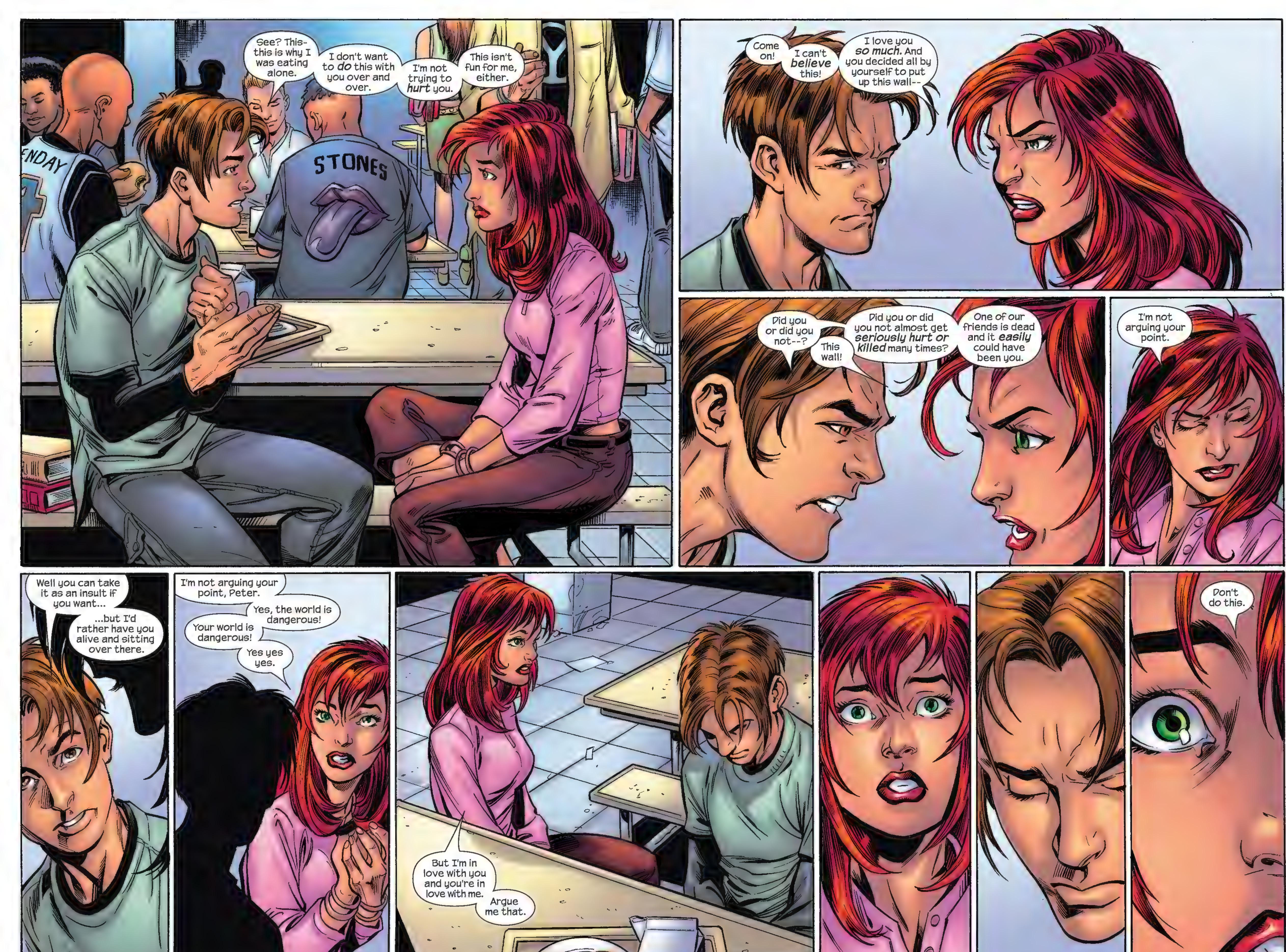


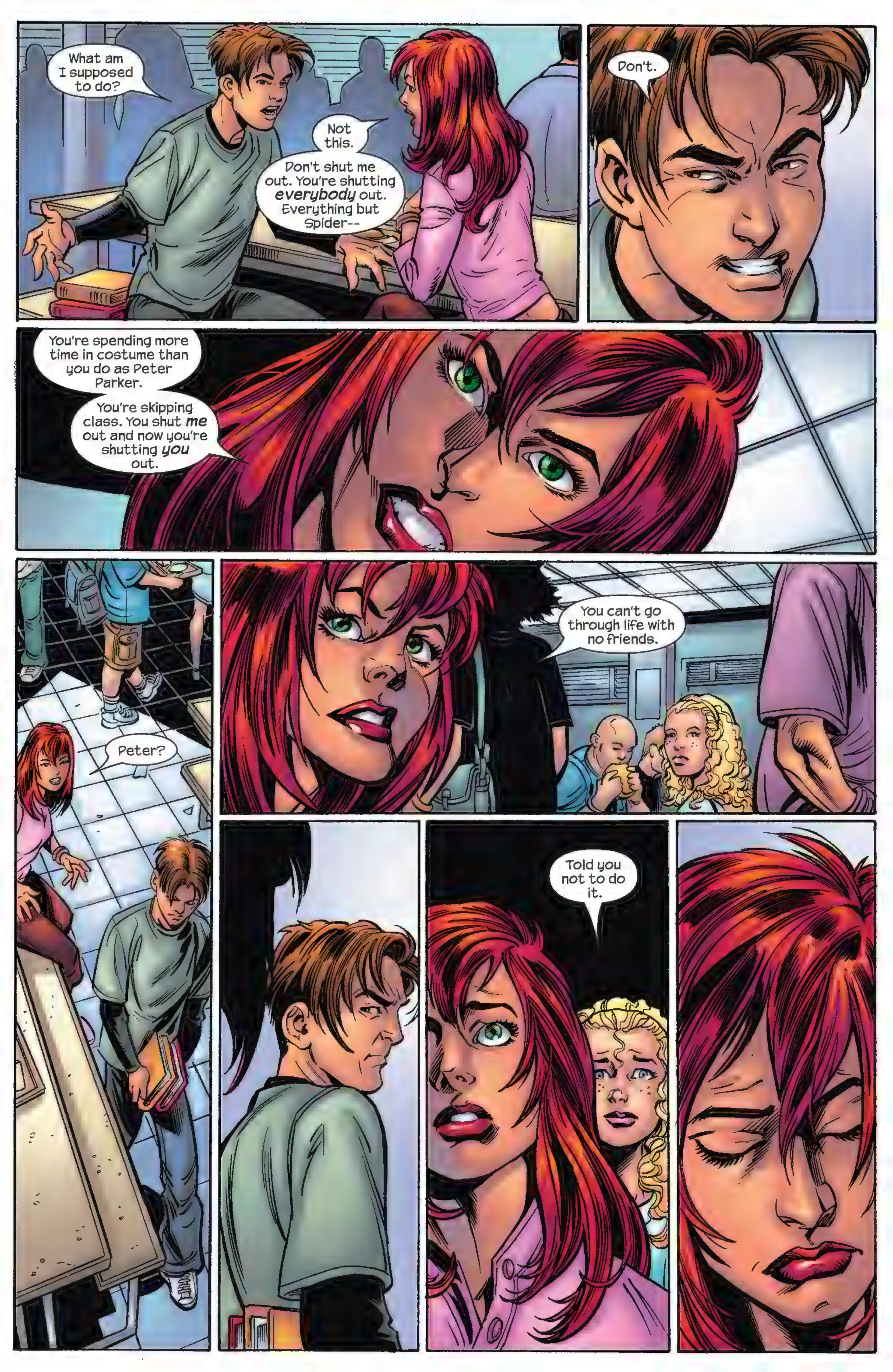




















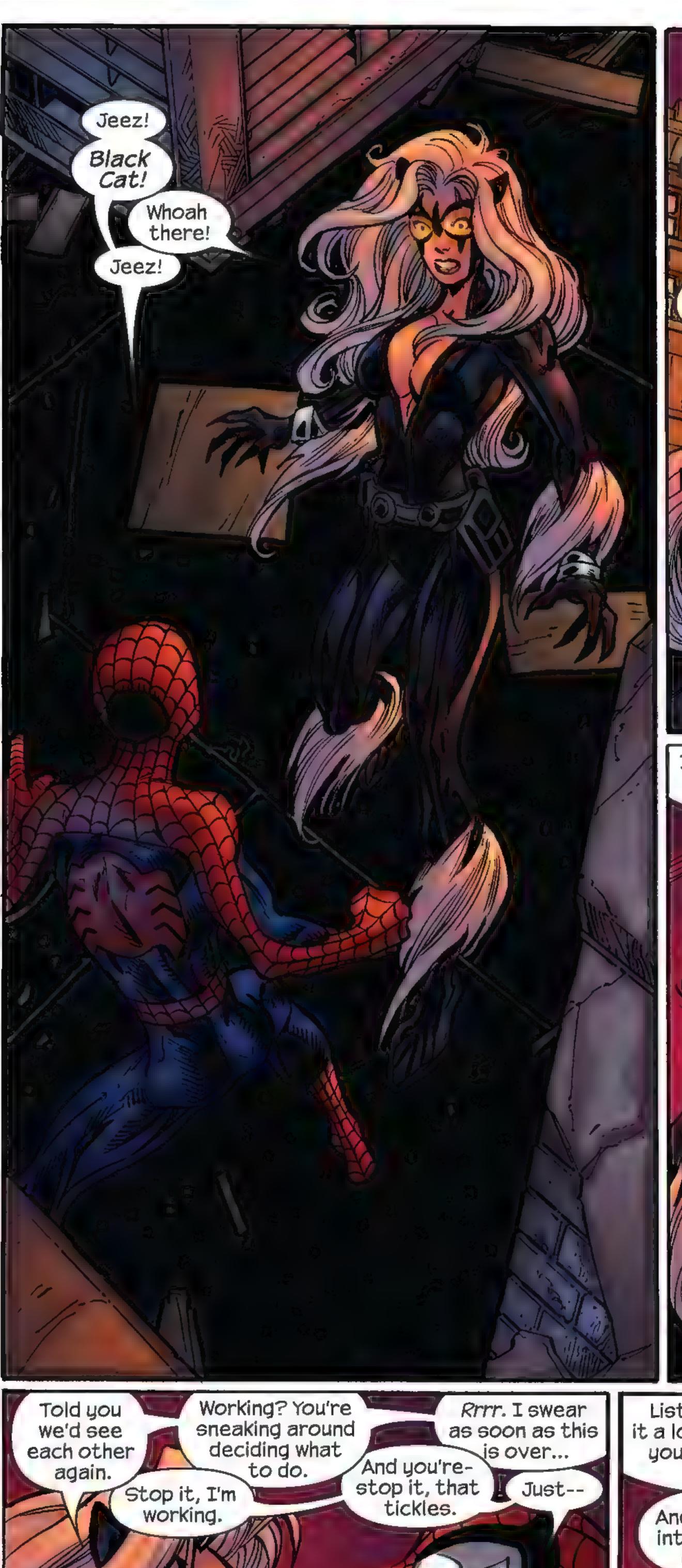




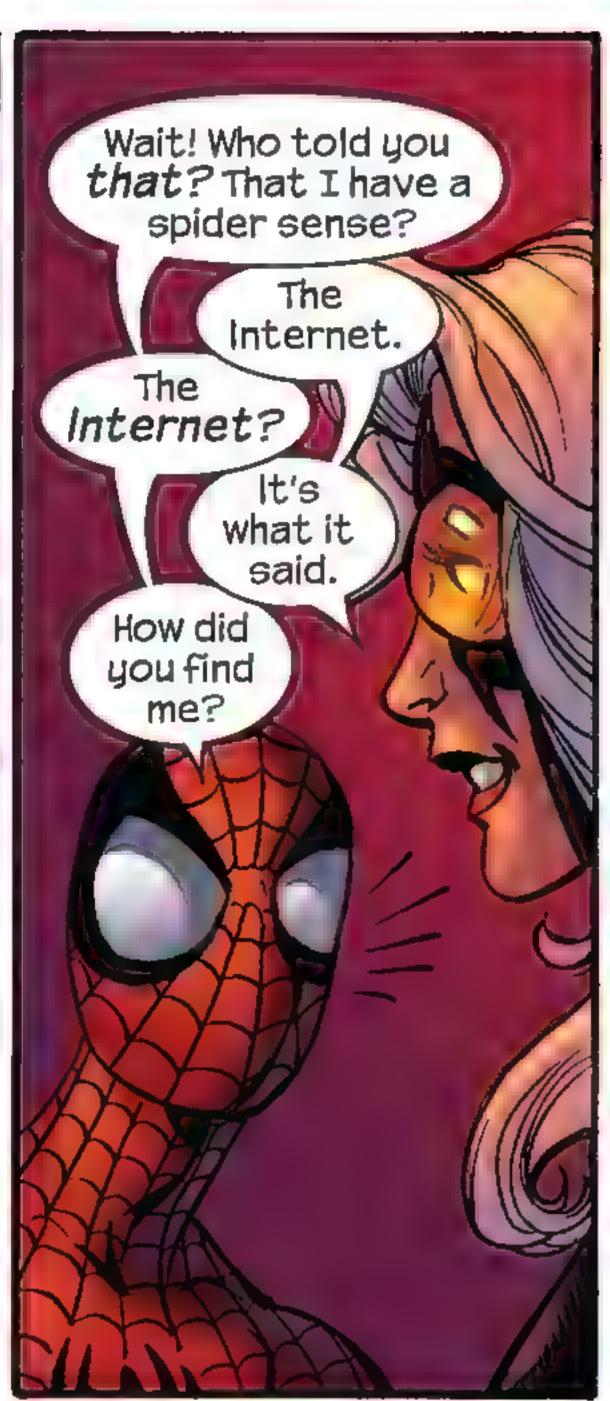
























We interrupt our regularly scheduled letter column to present some of the astounding amount of positive mail we got in regards to Ultimate Spider-Man Annual #1—especially the revelation that Peter is dating Ultimate X-Men's Kitty Pryde! And don't worry—we'll be back next time with letters about "Warriors"!

John, Nicole, and Ralph,

Yes! Kitty is the perfect girlfriend for Pete! I had been hoping you cats would do this ever since we first found out she was crushing on Spider-Man a while back.

This is the smartest thing you have done with this character yet! Please give us lots of great stories with these two before Pete goes and blows it (in traditional Parker fashion).

Ronnie Dingman

Ultimate Spider-Man Team,

I've been reading comics for a long time, and not once have I ever been compelled to send a letter to the writers... until now.

USM Annual #1. Oh...my...(expletive deleted)... God. Peter Parker just had a happy day. I never read a comic book with a big stupid smile on my face from cover to cover, ever, until this. I've been reading this run of 81 issues (plus Ultimate Marvel Team-Up), and I've never seen him have a good day with no strings attached.

I just pray that this isn't Bendis punching Peter in the face with a spiked gauntlet for years and then letting up to let him know that there's kindness in the world, only to replace the gauntlet with a bigger one next issue.

As a side note, I did miss the classic *USM* artwork this issue, but it made his "good day" feel all the more special and different. Keep up the amazing work on this series, it's hands down my favorite, over everything else I've ever collected. Looking forward to the video game, too.

Ryan Bonnici

Hey Ultimate team,

Wow! I just finished reading the USM Annual...for a second time! That's right, this is the first title since, I think, Astonishing X-Men #6 that I have been compelled to read again the same day.

Peter and Kitty, what a great idea. I saw the cover as I picked it up today and just totally had this big geek of a grin the whole way back to my place. The potential of this relationship could be so sweet. I know, I know, Peter and MJ are meant for each other, but hey, this is the Ultimate Universe! Anything can happen.

So here's a little request from me to you. Go with the Kitty Pryde thing for a while, it could be something really cool to look forward to. Man, that splash page of them kissing...I have to read it again—see ya!!

Jason Brasher

Dear Mighty Marvel,

I just needed to say something about the USM Annual. It was perfect! The best USM issue I have ever read (and that's saying a lot). I had two major surprises when first reading it.

The first one was that I thought it was going to be Black Cat on the cover but it was in fact Kitty Pride!

Second was Peter was the one really going for it. I'm so happy how the story panned out and hope they have meetings like that in the future. I don't know where MJ will end up, and with things happening with Black Cat on the normal issues, this guy is surrounded by babes.

Excelsior! (If I am allowed to say that.)

Ben Mitchell

To the USM crew,

I gotta say I really enjoyed the USM Annual. Like any curious individual, I was intrigued by this month's teasers as to who the mystery guest would be, and what a great surprise that it turned out to be Kitty Pryde!

This was a really fun issue to read. Please make this a long-running theme, like a couple years at least. Don't give us a lot of potential, and then cut it off after six issues.

Also, I want to help stoke Bendis' ego. I know you get a lot of praise, and it's deserved. Since I started reading this comic, I've enjoyed your plots, but mostly it's the dialogue. It's very fresh and realistic-sounding, though does Peter have to be such a potty mouth? I know he's a teen, but man! He cusses like a sailor!

Anyway, I also appreciate how your dialogue is independent of the artwork. The characters' words don't have to describe the action on the page, and I like that. It's concise, easy to follow and not bogged down with the characters describing what they're doing. It also helps that Bagley's art is crystal clear enough that you can understand what's happening in the panels, and that's also very appreciated.

Thanks, Peter Ambrose

Hey guys,

I have been an avid Marvel Comics guy for 34 years and this is the first time that I have ever written in to you people. I loved the USM Annual #1. It made me feel like a kid again.

In the regular Marvel Line, I know that Peter Parker and MJ will be together for the foreseeable future, but in the Ultimate Universe, kids the age of Peter will have a number of girlfriends. It would only be natural for two teenagers like Kitty Pryde and Peter to gravitate to each other because of their unusual abilities and responsibilities.

This is a huge opportunity to do this and take advantage of a Spider-Man/X-Men regular crossover. Please keep this going with the characters!

Joe Morgan

To Brian Bendis,

Oh my God! I just finished reading the first-ever USM Annual, and I am completely psyched out! That was, without question, one of the best *Ultimate Spidey* stories I have ever read!

And I do not exaggerate in my statement above. Not since the "Carnage" storyline have I really, really enjoyed an *Ultimate Spidey* story this much. It was funny, it was emotional and, best of all, it had Peter having a real conversation with a fellow teenager. He hasn't done that in ages!

Plus, it was cool seeing the Ultimate Rhino again after so long, and as for the Shocker...well, he just never learns, does he? And the artwork! Spectacular! I don't know about anyone else, but right here, right now, I am nominating Mark Brooks to be the new Ultimate Spidey artist, when the sad time comes for Mark Bagley to leave!

Thanks for hearing me out, and please, Mr. Bendis, before your run is up, write more stories like this one! It's this kind of story that makes USM what it is!

Gregory Cruikshank

BB.

Love the Pryde/Parker romance. I was hoping to see something like this when the two first met and it was obvious Kitty was crushing. I didn't start collecting Uncanny X-Men until just after Jean Grey died, so in my young life the Kitty/Colossus comic book romance was the one I watched.

Though it makes me sound like a girl I must admit my heart broke with the two young lovers when Peter fell for the white haired alien chick. The Marvel U is full of great romances but Kitty and Peter's was the most innocent and therefore the most tragic when it finally dissolved.

With Ultimate Colossus more likely to share a tragic romance with Ultimate Northstar, I thought Kitty's love life would be limited to comic relief with Iceman, but this has potential.

I know MJ will play a major role in the Ultimate times to come, but I'm hoping that Kitty and Peter will stay together for a long time. They could be the big romance of the Ultimate U.

Anyway, thanks for a story that let me revisit the world of high school dating. It is a better place to visit than to live.

Ken Lindgren

Dear Mr. Bendis,

I've been wondering why so many fans (including myself) feel the current Spider-Man/Shadowcat pairing is such a natural and logical match even though it seemingly violates who Peter is "supposed" to end up with. I think I know what it is now.

The Ultimate line was created not only to give Marvel characters a fresh slate in terms of continuity but also to discover and preserve the basic essence of each character. And when Chris Claremont created Kitty Pryde in 1980, he gave her an essence very similar to Spider-Man's by making her an intelligent, slightly nerdy everywoman who feels like an outsider even among her mutant peers (much like Spider-Man feels like an outsider even among other superheroes).

Had Kitty been created earlier when Peter was still in high school and been allowed to meet him, it is possible—even probable—that she would have become a very important person in Peter's life. Seeing them together reminds me of that reincarnation scenario where you fail to meet your soulmate because she was born at the wrong time.

In other words, these two kids had to wait over twenty-five years until the Ultimate line and your story allowed them to be together, which I think is a very strong reason to leave their romance an open-ended plotline. Keeping Kitty as a viable alternative to MJ would only serve to increase the book's drama, especially now that Gwen's gone.

Keep up the good work!

Michael Jung

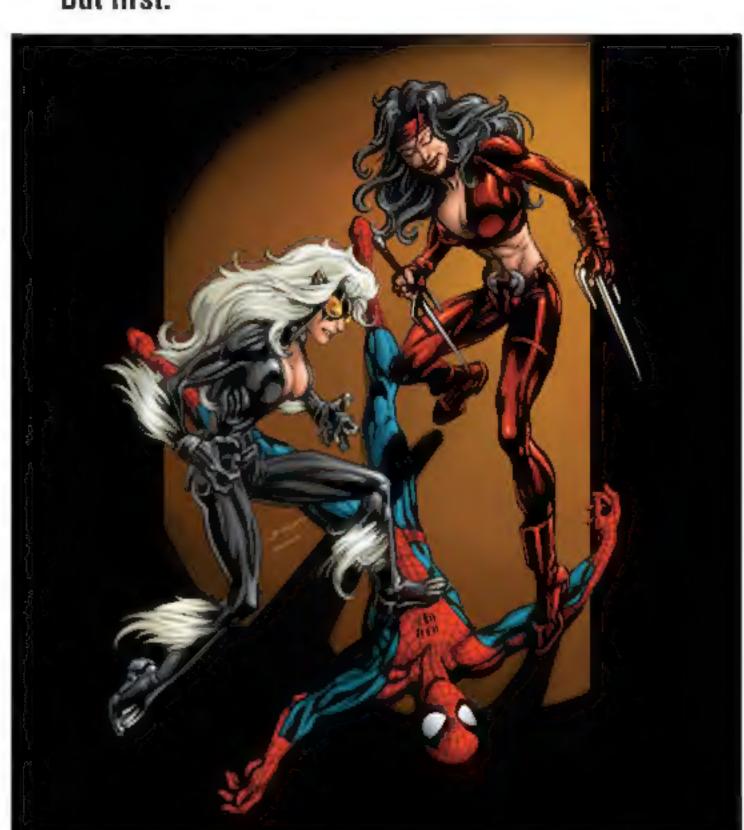
I just have to drop you all a line to say, wow! This Annual was everything I could want from any Spider-Man comic. I had a great time reading it—it really left me wanting more. My husband will tell you that I have a somewhat critical eye toward modern comics, but I had no trouble at all with this one! Absolutely wonderful.

> Sincerely, Aimee Dingman

P.S. I hope that Kitty gets to keep seeing Peter in the regular run, too. That would be aces!

Don't worry...due to the weirdness of comic book scheduling, it looks like Peter's already thinking about cheating on Kitty, but rest assured—he's not. The USM Annual takes place right after "Warriors," and you'll definitely be seeing its effects in USM from here on out!

But first:



NEXT: The penultimate chapter of "Warriors"! The heroes and villains are all finally together—but just like Spidey and the Black Cat, we don't know who's on who's side, either! All I know is that when you put Spider-Man, Black Cat, Elektra, Iron Fist, Shang Chi, Hammerhead and the Enforcers in one room...somebody's going to get hurt. In two weeks, be right here for Ultimate Spider-Man #84!

JOHN BARBER & NICOLE WILEY ASSISTANT EDITORS

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